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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

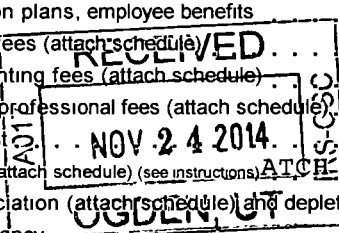
For calendar year 2013 or tax year beginning

10/01, 2013, and ending

12/31, 2013

Name of foundation HOLLOMON-PRICE FOUNDATION		A Employer identification number 75-2850527						
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (210) 223-3030						
City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO, TX 78210-1127		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
G Check all that apply: <table border="0" style="width:100%"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>			<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change
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H Check type of organization: <table border="0" style="width:100%"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation				
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I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 14,689,316.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	211,030.	211,030.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	90,902.			
	b Gross sales price for all assets on line 6a 2,677,901.				
	7 Capital gain net income (from Part IV, line 2)		90,902.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	301,932.	301,932.		
	13 Compensation of officers, directors, trustees, etc.	12,580.	3,800.		8,780.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	11,854.	11,854.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,995.	240.		563.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	3,626.	3,626.		
	22 Printing and publications				
	23 Other expenses (attach schedule)	375.	170.		205.
	24 Total operating and administrative expenses. Add lines 13 through 23	32,430.	19,690.		9,548.
25 Contributions, gifts, grants paid					
26 Total expenses and disbursements Add lines 24 and 25	32,430.	19,690.		9,548.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	269,502.				
b Net investment income (if negative, enter -0-)		282,242.			
c Adjusted net income (if negative, enter -0-)					



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		30,011.	13,178.	13,178.
	2	Savings and temporary cash investments		2,255,740.	902,719.	902,719.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		32,312.	29,120.	29,120.
	10 a	Investments - U.S. and state government obligations (attach schedule) . .				
	b	Investments - corporate stock (attach schedule) ATCH 4		1,393,754.	2,977,998.	3,261,822.
	c	Investments - corporate bonds (attach schedule) ATCH 5		1,609,372.	435,072.	423,549.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans		320,333.	163,758.	180,184.
	13	Investments - other (attach schedule) ATCH 6		7,783,621.	9,177,383.	9,878,646.
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶	979.			
15	Other assets (describe ▶)	881.	98.	98.	98.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		13,425,241.	13,699,326.	14,689,316.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons .				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here . <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . <input checked="" type="checkbox"/>					
	check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		11,933,504.	11,933,504.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds . .		1,491,737.	1,765,822.		
30	Total net assets or fund balances (see instructions)		13,425,241.	13,699,326.		
31	Total liabilities and net assets/fund balances (see instructions)		13,425,241.	13,699,326.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	13,425,241.
2	Enter amount from Part I, line 27a	2	269,502.
3	Other increases not included in line 2 (itemize) ▶ ATCH 7	3	4,583.
4	Add lines 1, 2, and 3	4	13,699,326.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,699,326.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)

(b) How acquired
P - Purchase
D - Donation(c) Date acquired
(mo, day, yr)(d) Date sold
(mo, day, yr)**1a** SEE PART IV SCHEDULE**b****c****d****e**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	90,902.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ }	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	949,384.	13,846,400.	0.068565
2011	242,543.	11,328,891.	0.021409
2010	239,148.	4,923,168.	0.048576
2009	195,148.	3,973,428.	0.049113
2008	157,808.	2,842,547.	0.055516

2 Total of line 1, column (d)	2	0.243179
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048636
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	14,193,613.
5 Multiply line 4 by line 3	5	690,321.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,822.
7 Add lines 5 and 6	7	693,143.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	9,548.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	5,645.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	5,645.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,645.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	29,120.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	29,120.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	23,475.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 23,475. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of GLORIA ARECCHI CPA Telephone no 210-223-3030 Located at 130 CROFTON SAN ANTONIO, TX ZIP+4 78210-1127			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country.	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>	X
1c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions).		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013).		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**5b**

X

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		12,580.	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ☐

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,657,295.
b	Average of monthly cash balances	1b	12,752,464.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	14,409,759.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	14,409,759.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	216,146.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	14,193,613.
6	Minimum investment return. Enter 5% of line 5	6	178,878.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	178,878.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,645.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,645.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	173,233.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	173,233.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	173,233.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	9,548.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	9,548.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	9,548.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				173,233.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11, 20 10, 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012 263,407.				
f Total of lines 3a through e	263,407.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 9,548.				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				9,548.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	163,685.			163,685.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	99,722.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	99,722.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012 99,722.				
e Excess from 2013				

NOT APPLICABLE

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(5)

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	

(4) Gross investment income .

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Total				3a
b Approved for future payment				
Total				3b

Enter gross amounts unless otherwise indicated

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
Enter gross amounts unless otherwise indicated				
1 Program service revenue				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities		14	211,030.	
5 Net rental income or (loss) from real estate				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property .				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory		18	90,902.	
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory . .				
11 Other revenue a _____				
b _____				
c _____				
d _____				
e _____				
12 Subtotal. Add columns (b), (d), and (e)			301,932.	
13 Total. Add line 12, columns (b), (d), and (e)			13	301,932.

(See worksheet in line 13 instructions to verify calculations)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
▼	

[illegible]

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,677,901.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 2,586,999.				P	90,902.	
TOTAL GAIN (LOSS)							<u>90,902.</u>	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CHARLES SCHWAB	211,030.	211,030.
TOTAL	<u>211,030.</u>	<u>211,030.</u>

ATTACHMENT 2

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PAYROLL TAXES	803.	240.	563.
EXCISE TAXES	3,192.		
TOTALS	3,995.	240.	563.

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK CHARGES	10.	10.	
MAIL AND DELIVERY CHARGES	45.	45.	
OFFICE EXPENSE	27.	27.	
PAYROLL PROCESSING FEES	293.	88.	205.
TOTALS	375.	170.	205.

ATTACHMENT 4FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AGILENT TECHNOLOGIES INC 725	37,096.	41,463.
AIR PROD & CHEMICALS INC 450	50,324.	50,301.
AMERICAN INTL GROUP NEW 500	25,579.	25,525.
AMERN CAMPUS COMMUNITIES 1,350	44,652.	43,484.
APPLE INC 150	68,466.	84,153.
ARES CAPITAL CORP 14,950	258,801.	265,662.
AUTO DATA PROCESSING 600	47,932.	48,479.
AUTODESK INC 650	32,208.	32,707.
BRISTOL-MYERS SQUIBB CO 1,475	64,907.	78,396.
CATERPILLAR INC 525	46,577.	47,675.
CITIGROUP INC NEW 850	43,766.	44,294.
COCA COLA COMPANY 1,200	47,897.	49,572.
CONOCOPHILLIPS 675	47,108.	47,689.
CORNING INC 25,750	48,236.	49,005.
DU PONT E I DE NEMOUR&CO 775	48,430.	50,352.
E M C CORP MASS 1,600	39,791.	40,240.
EMERSON ELECTRIC CO 700	48,580.	49,126.
FLUOR CORPORATION NEW 500	32,838.	40,145.
FRESENIUS MED CARE ADR F 575	19,759.	20,459.
GOLUB CAPITAL BDC INC 3,350	57,902.	64,019.
HOME DEPOT INC 500	33,638.	41,170.
HONEYWELL INTERNATIONAL 550	49,297.	50,254.
INVESCO LTD 550	17,464.	20,020.
JOHNSON & JOHNSON 525	48,565.	48,085.
JP MORGAN CHASE & CO 1,000	44,497.	58,480.
KAYNE ANDERSON MLP INVT 5,100	156,892.	203,235.
KIMBERLY-CLARK CORP 450	47,396.	47,007.
LOCKHEED MARTIN CORP 325	46,817.	48,314.
MICROSOFT CORP 1,325	42,769.	49,568.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 4 (CONT'D)

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MONSANTO CO NEW DEL 325	32,098.	37,879.
OCCIDENTAL PETE CORP 825	77,069.	78,457.
ORACLE CORPORATION 1,125	34,923.	43,043.
PEPSICO INCORPORATED 800	65,777.	66,352.
PFIZER INCORPORATED 1,500	38,970.	45,945.
PINNACLE FOODS INC 875	22,318.	24,028.
QUALCOMM INC 550	33,892.	40,837.
REPUBLIC SERVICES INC 550	17,328.	18,260.
SCHLUMBERGER LTD 600	49,861.	54,066.
TARGET CORPORATION 575	37,629.	36,380.
TORTOISE EQY INFRASTRUCT 3,950	160,522.	188,296.
TRAVELERS COMPANIES INC 550	49,119.	49,797.
TRIANGLE CAPITAL CORP 2,000	57,362.	55,300.
UNITED PARCEL SERVICE B 450	46,910.	47,286.
UNITED TECHNOLOGIES CORP 350	31,096.	39,830.
WASTE MANAGEMENT INC DEL 1,100	48,791.	49,357.
ZOETIS INC 1,175	34,151.	38,411.
3M COMPANY 350	48,230.	49,087.
AT&T INC NEW 764	21,564.	26,862.
BAYER A G SPONSORED ADRF 48	2,938.	6,816.
BUSINESS DEVELOPMENT CO 44,888	455,000.	502,749.
REED ELSEVIER NEW ADR F 121	2,754.	5,163.
TRAVELERS COMPANIES INC 207	11,512.	18,742.
TOTALS	<u>2,977,998.</u>	<u>3,261,822.</u>

ATTACHMENT 5FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AIG 4.875% 25,000	25,630.	26,731.
ALLSTATE CORP 3.150% 25,000	24,954.	23,644.
AMGEN INC 3.625% 25,000	25,094.	24,706.
AUTOZONE INC 3.700% 25,000	25,904.	24,031.
BANK OF AMERICA 5.000% 25,000	26,911.	27,276.
BOSTON PPTYS LP 4.125% 25,000	26,988.	25,484.
ENTERPRISE PRODS 3.350% 25,000	24,849.	23,667.
GEN ELEC CAP CP FLT 25,000	24,878.	24,847.
HEWLETT PACKARD 4.300% 25,000	25,410.	25,141.
HYATT HOTELS CO 3.375% 25,000	24,870.	22,786.
MORGAN STANLEY 5.550% 25,000	24,760.	27,753.
PHILLIPS 66 4.300% 25,000	27,794.	25,363.
PITNEY BOWES 5.600% 25,000	25,698.	27,083.
FORT LAUDERDALE 4.324% 25,000	25,172.	23,762.
MD DEP HSG CMTY 4.000% 25,000	26,152.	25,109.
NEW YORK ST 2.745% 25,000	25,004.	22,923.
SOUTH DAKOTA CO 2.533% 25,000	25,004.	23,243.
TOTALS	<u>435,072.</u>	<u>423,549.</u>

ATTACHMENT 6FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EATON VANCE FLOATING 19,247	176,152.	176,883.
FIDELITY ADV FLOATING 12,968	127,649.	129,166.
FIDELITY FOCUSED HIGH 7,644	69,537.	68,978.
FRANKLIN TEMPLETON 19,283	235,500.	225,423.
AQR MGD FUTURES STRAT FD 6,937	70,391.	73,471.
ARBITRAGE FUND CLASS I 7,305	94,000.	93,950.
CHAMPLAIN MID CAP FD 7,687	89,383.	112,461.
FMI INTL FD 5,751	146,047.	158,232.
GATEWAY FUND CL Y 4,927	137,500.	142,841.
HSBC TOTAL RETURN CL I 9,336	95,640.	91,964.
LONGLEAF PARTNERS INTL 8,983	138,058.	161,165.
MAINSTAY MARKETFIELD FD 7,793	133,000.	144,342.
MERGER FUND 5,777	92,500.	92,500.
OAKMARK INTL FD CLASS I 5,908	139,159.	155,501.
ROBECO BOSTON PARTNERS 4,706	102,000.	96,584.
SEAFARER OVERSEAS GWTH 16,918	190,000.	192,029.
WASATCH LONG SHORT FD 908	15,000.	14,737.
CAMDEN PROPERTY TRUST 775	46,387.	44,082.
ESSEX PROPERTY TRUST INC 275	42,294.	39,465.
ISHARES MSCI ALL COUNTRY 1,950	105,988.	117,604.
ISHARES RESIDENTIAL REAL 2,350	107,653.	106,009.
ISHARES TR RUSSELL 2000 2,025	247,205.	274,408.
POWERSHS EXCH TRAD FD TR 2,850	54,184.	74,727.
S P D R S&P 500 ETF TR 1,075	151,861.	198,542.
SPDR S&P MIDCAP 400 ETF 1,125	208,289.	274,725.
VANGUARD FTSE EMERGING 2,250	92,355.	92,565.
WISDOMTREE EMERGING MKTS 4,425	227,047.	225,808.
WISDOMTREE EUROPE ETF 3,450	184,003.	193,925.
ALLIANCEBERNSTEIN HIGH 76,712	723,614.	719,560.
TEMPLETON GLOBAL BOND 40,426	529,884.	531,208.
BLACKROCK EQTY DIVIDEND 3,910	76,974.	94,946.
CAMBIAR SMALL CAP FD 13,156	259,117.	298,663.
MATTHEWS ASIA DIVIDEND 18,624	292,555.	290,549.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
OAKMARK FUND 9,830	591,444.	625,509.
OPPENHEIMER DEVELOPING 7,881	287,490.	299,668.
OPPENHEIMER STEELPATH 29,426	334,798.	356,655.
WASATCH EMRG MKT SLCT 26,573	285,175.	261,487.
WASATCH LONG SHORT FD 23,059	347,063.	374,028.
AMERICAN RLTY CAP TR V 20,541	477,600.	513,548.
ISHARES CORE S&P ETF 2,346	170,547.	256,019.
ISHARES RUSSELL ETF 3,696	476,208.	554,344.
ISHARES TR RUSSELL 1000 5,277	384,208.	453,569.
VANGUARD WHITEHALL FUNDS 6,046	321,924.	376,806.
FLOWBELOW AERO INC	100,000.	100,000.
TOTALS	<u>9,177,383.</u>	<u>9,878,646.</u>

ATTACHMENT 7FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

PRIOR PERIOD ADJUSTMENT
ADJUSTMENT FOR TAX REFUND

4,033.
550.

TOTAL

4,583.

HOLLOMON-PRICE FOUNDATION

75-2850527

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

CONTRIBUTIONS
TO EMPLOYEE
BENEFIT PLANS

EXPENSE ACCT
AND OTHER
ALLOWANCES

COMPENSATION

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

0

0

0

DIRECTOR/VICE PRESIDENT

5.00

THADDEUS HOLLOMON

30 ST. LAURENT PLACE

DALLAS, TX 75225

0

0

10,500.

EXECUTIVE DIRECTOR

10.00

JOHN BELLETT

18007 SUMMER KNOLL DRIVE

SAN ANTONIO, TX 78258

0

0

0

DIRECTOR

2.00

RITA BRAEUTIGAM

18126 LISUM HILL

SAN ANTONIO, TX 78258

0

0

0

DIRECTOR/SECRETARY

2.00

JOHN R BAUER

3333 LEE PARKWAY TENTH FLOOR

DALLAS, TX 75219

0

0

0

DIRECTOR

2.00

NANCY BELLETT

18007 SUMMER KNOLL DRIVE

SAN ANTONIO, TX 78258

0

0

0

DIRECTOR/PRESIDENT

2.00

MICHAEL CASEY

1202 SOUTH ALAMO

SAN ANTONIO, TX 78210

HOLLOMON-PRICE FOUNDATION

75-2850527

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8 (CONT'D)

CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS

EXPENSE ACCT AND OTHER ALLOWANCES

TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION

NAME AND ADDRESS

COMPENSATION

0

0

0

DIRECTOR

2.00

ANN EDWARDS

7051 HELSEM WAY

DALLAS, TX 75230

0

0

0

DIRECTOR

2.00

JACK MURRAY

C/O NRDC, 40 WEST 20TH STREET

NEW YORK, NY 10011

0

0

2,080.

DIRECTOR/TREASURER

5.00

GLORIA P ARECCHI

130 CROFTON AVENUE

SAN ANTONIO, TX 78210

0

0

0

DIRECTOR

2.00

MICHAEL JON DEPPE

2600 N CENTRAL EXPRESSWAY, STE 550

RICHARDSON, TX 75080

0

0

0

DIRECTOR

2.00

WAYNE BELLETT

18007 SUMMER KNOLL DRIVE

SAN ANTONIO, TX 78258

0

0

0

DIRECTOR

2.00

ROBERT WERNER

310 FAWN DRIVE

SAN ANTONIO, TX 78231

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JACOB SCHERR C/O NRDC, 1152 15TH ST NW WASHINGTON, DC 20005	DIRECTOR 2.00	0	0	0
GRAND TOTALS		12,580.	0	0